SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL										
OMB Number: 3235-0287										
Estimated average burden										
hours per response:	0.5									

			1	1				
1. Name and Address of Reporting Person [*] JOHNSON ROBERT W			2. Issuer Name and Ticker or Trading Symbol VIASAT INC [VSAT]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (First) (Middle) 6155 EL CAMINO REAL				X	Director	10% Owner		
		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 09/16/2015		Officer (give title below)	Other (specify below)		
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable				
(Street)				Line)				
CARLSBAD	СА	92009		X	Form filed by One Reporting Person			
					Form filed by More than (Person	One Reporting		
(City)	(State)	(Zip)						

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1130.4)
\$.0001 par value common stock	09/17/2015		М		1,600	A	\$0.00	1,600	D	
\$.0001 par value common stock	09/17/2015		G ⁽¹⁾		1,600	D	\$0.00	0	D	
\$.0001 par value common stock	09/17/2015		G		1,600	A	\$0.00	662,096	Ι	By Trust

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		5. Number of Derivative Securities Acquired (A) of (D) (Instr. 3, 4 and 5) 6. Date Exercisable and Expiration Date (Month/Day/Year) 6. Date Exercisable and France (Month/Day/Year) 6. Date Exercisable and France (Month/Day/Year) 6. Date Exercisable and France (Month/Day/Year) 7. Date (Month/Day/Year) 7. Date (Mo		I 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
common stock option (right to buy)	\$63.37	09/16/2015		A		5,000		(2)	09/16/2021	common stock	5,000	\$0.00	5,000	D	
restricted stock unit	(3)	09/16/2015		A		1,600		(4)	(5)	comon stock	1,600	\$0.00	1,600	D	
restricted stock unit	\$0.00	09/17/2015		М			1,600	09/17/2015	(5)	common stock	1,600	\$0.00	0	D	

Explanation of Responses:

1. The restricted stock unit was granted to Robert W. Johnson, a director of ViaSat, Inc. Upon vesting the shares were contributed to the Robert W. Johnson Revocable Trust dated 08/13/1992.

2. The option vests on September 16, 2016.

3. Each restricted stock unit represents a contingent right to receive one share of ViaSat, Inc. common stock.

4. Subject to the reporting person's continued service as a Director of the Issuer, this award will vest and convert into shares of common stock of the Issuer on September 16, 2016.

5. Until vested, the restricted stock unit shall be subject to forfeiture in the event of termination of the directorship with the Issuer.

Remarks:

Kathleen K. Hollenbeck, under

09/18/2015

** Signature of Reporting Person Date

power of attorney

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.